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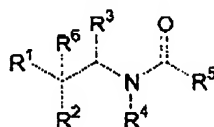
**Amendments to the Claims:**

This listing of claims will replace all prior versions and listings of claims in the present application.

**Listing of Claims:**

Claims 1 to 38. (canceled)

Claim 39. (new) A composition comprising a compound of structural formula I:



(I)

or a pharmaceutically acceptable salt thereof, wherein;

R<sup>1</sup> is selected from:

- (1) aryl,
- (2) aryl-C<sub>1-4</sub>alkyl,
- (3) heteroaryl,
- (4) heteroaryl-C<sub>1-4</sub>alkyl,

wherein each alkyl is optionally substituted with one to four substituents independently selected from R<sup>a</sup>, and each aryl and heteroaryl are optionally substituted with one to four substituents independently selected from R<sup>b</sup>;

R<sup>2</sup> is selected from:

- (1) C<sub>1-10</sub>alkyl,
- (2) C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl,
- (3) cycloheteroalkyl,
- (4) cycloheteroalkyl-C<sub>1-4</sub>alkyl,
- (5) aryl,
- (6) aryl-C<sub>1-4</sub>alkyl,
- (7) heteroaryl, and
- (8) heteroaryl-C<sub>1-4</sub>alkyl,

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wherein each alkyl is optionally substituted with one to four substituents independently selected from  $R^a$ , and each cycloalkyl, cycloheteroalkyl, aryl and heteroaryl is optionally substituted with one to four substituents independently selected from  $R^b$ ;

$R^3$  is selected from:

- (1) hydrogen, and
- (2)  $C_{1-4}$ alkyl,

wherein each alkyl is optionally substituted with one to four substituents independently selected from  $R^a$ ;

$R^4$  is selected from:

- (1) hydrogen, and
- (2)  $C_{1-4}$ alkyl,

wherein each alkyl is optionally substituted with one to four substituents independently selected from  $R^a$ ;

$R^5$  is selected from:

- (1)  $C_{1-10}$ alkyl,
- (2)  $C_{2-10}$ alkenyl,
- (3)  $C_{3-10}$ cycloalkyl,
- (4)  $C_{3-10}$ cycloalkyl- $C_{1-10}$ alkyl,
- (5) cycloheteroalkyl- $C_{1-10}$ alkyl,
- (6) aryl- $C_{1-10}$ alkyl,
- (7) diaryl- $C_{1-10}$ alkyl,
- (8) aryl- $C_{2-10}$ alkenyl,
- (9) heteroaryl- $C_{1-10}$ alkyl,

wherein alkyl, alkenyl, cycloalkyl, and cycloheteroalkyl are optionally substituted with one to four substituents independently selected from  $R^a$  and cycloalkyl, cycloheteroalkyl, aryl and heteroaryl are optionally substituted with one to four substituents independently selected from  $R^b$ , provided that  $R^5$  is not  $-\text{CH}=\text{CH}-\text{COOH}$ ;

$R^6$  is selected from:

- (1)  $-\text{OR}^d$ , and
- (2)  $-\text{NR}^c\text{R}^d$ ;

each  $R^a$  is independently selected from:

- (1)  $-\text{OR}^d$ ,
- (2)  $-\text{NR}^c\text{S}(\text{O})_m\text{R}^d$ ,
- (3) halogen,

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- (4)  $-S(O)_mR^d$ ,
- (5)  $-S(O)_mNR^cR^d$ ,
- (6)  $-NR^cR^d$ ,
- (7)  $-C(O)R^d$ ,
- (8)  $-CO_2R^d$ ,
- (9)  $-CN$ ,
- (10)  $-C(O)NR^cR^d$ ,
- (11)  $-NR^cC(O)R^d$ ,
- (12)  $-NR^cC(O)OR^d$ ,
- (13)  $-NR^cC(O)NR^cR^d$ ,
- (14)  $-CF_3$ ,
- (15)  $-OCF_3$ , and
- (16) cycloheteroalkyl;

each  $R^b$  is independently selected from:

- (1)  $R^a$ ,
- (2)  $C_{1-10}$ alkyl,
- (3) oxo,
- (4) aryl,
- (5) aryl- $C_{1-4}$ alkyl,
- (6) heteroaryl, and
- (7) heteroaryl- $C_{1-4}$ alkyl;

$R^c$  and  $R^d$  are independently selected from:

- (1) hydrogen,
- (2)  $C_{1-10}$ alkyl,
- (3)  $C_{2-10}$ alkenyl,
- (4) cycloalkyl,
- (5) cycloalkyl- $C_{1-10}$ alkyl;
- (6) cycloheteroalkyl,
- (7) cycloheteroalkyl- $C_{1-10}$ alkyl;
- (8) aryl,
- (9) heteroaryl,
- (10) aryl- $C_{1-10}$ alkyl, and
- (11) heteroaryl- $C_{1-10}$ alkyl, or

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R<sup>c</sup> and R<sup>d</sup> together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R<sub>g</sub>,  
R<sub>g</sub>,

each R<sup>c</sup> and R<sup>d</sup> may be unsubstituted or substituted with one to three substituents selected from R<sup>h</sup>;  
each R<sub>g</sub> is independently selected from: C<sub>1-10</sub>alkyl, and -C(O)R<sup>c</sup>;

each R<sup>h</sup> is independently selected from:

- (1) halogen,
- (2) C<sub>1-10</sub>alkyl,
- (3) -O C<sub>1-4</sub>alkyl,
- (4) -S(O)<sub>m</sub> C<sub>1-4</sub>alkyl,
- (5) -CN,
- (6) -CF<sub>3</sub>, and
- (7) -OCF<sub>3</sub>; and

m is selected from 0, 1 and 2;

and a pharmaceutically acceptable carrier.

Claim 40. (new) The composition according to Claim 39, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>4</sup> is selected from:

- (1) hydrogen, and
- (2) methyl.

Claim 41. (new) The composition according to Claim 40, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>4</sup> is hydrogen.

Claim 42. (new) The composition according to Claim 40, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>3</sup> is selected from hydrogen, methyl and ethyl.

Claim 43. (new) The composition according to Claim 41, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>3</sup> is methyl.

Claim 44. (new) The composition according to Claim 42, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>1</sup> is selected from:

- (1) phenyl,

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- (2) phenyl-C<sub>1-4</sub>alkyl,
- (3) pyridyl, and
- (4) pyridyl-C<sub>1-4</sub>alkyl,

wherein each phenyl and pyridyl is optionally substituted with one or two substituents selected from halogen, methyl, trifluoromethyl, cyano and methoxy, and each pyridyl is optionally present as the N-oxide.

Claim 45. (new) The composition according to Claim 43, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>1</sup> is phenyl, unsubstituted or substituted with a halogen or cyano substituent.

Claim 46. (new) The composition according to Claim 44, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>2</sup> is selected from:

- (1) isopropyl,
- (2) isobutyl,
- (3) n-propyl,
- (4) n-butyl,
- (5) cyclopropylmethyl,
- (6) cyclobutylmethyl,
- (7) cyclopentylmethyl,
- (8) cyclohexylmethyl,
- (9) phenyl,
- (10) benzyl,
- (11) phenylethyl,
- (12) 3-phenylpropyl,
- (13) 2-phenylpropyl, and
- (14) pyridylmethyl,

wherein each cycloalkyl, aryl and heteroaryl is optionally substituted with one or two R<sup>b</sup> substituents selected from halogen, trifluoromethyl, cyano, methoxycarbonyl, and methoxy.

Claim 47. (new) The composition according to Claim 45, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>2</sup> is 4-chlorobenzyl.

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Claim 48. (new) The composition according to Claim 47, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>6</sup> is hydroxyl.

Claim 49. (new) The composition according to Claim 47, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>5</sup> is selected from:

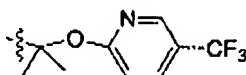
- (1) C<sub>1</sub>-galkyl,
- (2) C<sub>2</sub>-galkenyl,
- (3) cycloheteroalkyl-C<sub>1</sub>-galkyl,
- (4) aryl-C<sub>1</sub>-galkyl,
- (5) diaryl-C<sub>1</sub>-galkyl,
- (6) aryl-C<sub>2</sub>-galkenyl, and
- (7) heteroaryl-C<sub>1</sub>-galkyl,

wherein each alkyl or alkenyl is optionally substituted with one or two substituents independently selected from R<sup>a</sup>, and each cycloalkyl, cycloheteroalkyl, aryl and heteroaryl is each optionally substituted with one to three substituents independently selected from R<sup>b</sup> and wherein cycloheteroalkyl is selected from pyrrolidinyl, 2H-phthalazinyl, azabicyclo[2.2.1]heptanyl, benzoxapinyl, morpholinyl, piperazinyl, dihydroimidazo[2,1-b]thiazolyl, and piperidinyl; aryl is selected from phenyl and naphthyl; and heteroaryl is selected from pyridyl, pyrimidinyl, pyridazinyl, pyrazolyl, triazolyl, benzothiazolyl, benzoxazolyl, isoxazolyl, indolyl and thiazolyl.

Claim 50. (new) The composition according to Claim 48, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>5</sup> is selected from:

- (1) C<sub>1</sub>-galkyl substituted with -OR<sup>d</sup> or NR<sup>c</sup>R<sup>d</sup>,
- (2) C<sub>2</sub>-g alkenyl substituted with OR<sup>d</sup> or NR<sup>c</sup>R<sup>d</sup>, and
- (3) phenyl-C<sub>1</sub>-g alkyl wherein phenyl is substituted with one to three R<sup>b</sup> substituents.

Claim 51. (new) The composition according to Claim 50, wherein in the compound of structural formula I or pharmaceutically acceptable salt thereof, R<sup>5</sup> is:



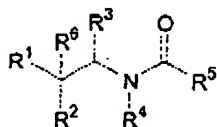
Claim 52. (new) The composition according to Claim 39, wherein the compound of structural formula I is selected from:

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- (1) *N*-{[3-(4-chlorophenyl)-2-(3-bromophenyl)-2-hydroxy]propyl}-2-(5-trifluoromethyl-2-pyridyloxy)-2-methylpropanamide,
- (2) *N*-{[3-(4-chlorophenyl)-2-(3-bromophenyl)-2-hydroxy-1(*S*)-methyl]propyl}-2-(5-trifluoromethyl-2-pyridyloxy)-2-methylpropanamide,
- (3) *N*-{[3-(4-chlorophenyl)-2-(3-bromophenyl)-2-hydroxy-1(*R*)-methyl]propyl}-2-(5-trifluoromethyl-2-pyridyloxy)-2-methylpropanamide,
- (4) *N*-{[3-(4-chlorophenyl)-2-(3-cyanophenyl)-2-hydroxy-1(*S*)-methyl]propyl}-2-phenylbutanamide,
- (5) *N*-{[3-(4-chlorophenyl)-2-(3-cyanophenyl)-2-hydroxy-1(*S*)-methyl]propyl}-1-phenylcyclobutanecarboxamide,
- (6) *N*-{[3-(4-chlorophenyl)-2-(3-cyanophenyl)-2-hydroxy-1(*S*)-methyl]propyl}-2-phenylbutanamide,
- (7) *N*-{[3-(4-chlorophenyl)-2-(3-cyanophenyl)-2-hydroxy-1(*S*)-methyl]propyl}-2-(5-trifluoromethyl-2-pyridyloxy)-2-methylpropanamide,
- (8) *N*-{[3-(4-chlorophenyl)-2-(3-cyanophenyl)-2-hydroxy-1(*R*)-methyl]propyl}-2-(5-trifluoromethyl-2-pyridyloxy)-2-methylpropanamide,

or a pharmaceutically acceptable salt thereof.

Claim 53. (new) A method of treating a disease mediated by the Cannabinoid-1 receptor comprising administration to a patient in need of such treatment of a therapeutically effective amount of a compound of structural formula I: a compound of structural formula I:



(I)

or a pharmaceutically acceptable salt thereof, wherein;

R<sup>1</sup> is selected from:

- (1) aryl,
- (2) aryl-C<sub>1-4</sub>alkyl,
- (3) heteroaryl,
- (4) heteroaryl-C<sub>1-4</sub>alkyl,

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wherein each alkyl is optionally substituted with one to four substituents independently selected from  $R^a$ , and each aryl and heteroaryl are optionally substituted with one to four substituents independently selected from  $R^b$ ;

$R^2$  is selected from:

- (1)  $C_{1-10}$ alkyl,
- (2)  $C_{3-10}$ cycloalkyl- $C_{1-4}$ alkyl,
- (3) cycloheteroalkyl,
- (4) cycloheteroalkyl- $C_{1-4}$ alkyl,
- (5) aryl,
- (6) aryl- $C_{1-4}$ alkyl,
- (7) heteroaryl, and
- (8) heteroaryl- $C_{1-4}$ alkyl,

wherein each alkyl is optionally substituted with one to four substituents independently selected from  $R^a$ , and each cycloalkyl, cycloheteroalkyl, aryl and heteroaryl is optionally substituted with one to four substituents independently selected from  $R^b$ ;

$R^3$  is selected from:

- (1) hydrogen, and
- (2)  $C_{1-4}$ alkyl,

wherein each alkyl is optionally substituted with one to four substituents independently selected from  $R^a$ ;

$R^4$  is selected from:

- (1) hydrogen, and
- (2)  $C_{1-4}$ alkyl,

wherein each alkyl is optionally substituted with one to four substituents independently selected from  $R^a$ ;

$R^5$  is selected from:

- (1)  $C_{1-10}$ alkyl,
- (2)  $C_{2-10}$ alkenyl,
- (3)  $C_{3-10}$ cycloalkyl,
- (4)  $C_{3-10}$ cycloalkyl- $C_{1-10}$ alkyl,
- (5) cycloheteroalkyl- $C_{1-10}$ alkyl,
- (6) aryl- $C_{1-10}$ alkyl,
- (7) diaryl- $C_{1-10}$ alkyl,
- (8) aryl- $C_{2-10}$ alkenyl,



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(9) heteroaryl-C<sub>1-10</sub>alkyl,

wherein alkyl, alkenyl, cycloalkyl, and cycloheteroalkyl are optionally substituted with one to four substituents independently selected from R<sup>a</sup> and cycloalkyl, cycloheteroalkyl, aryl and heteroaryl are optionally substituted with one to four substituents independently selected from R<sup>b</sup>, provided that R<sup>5</sup> is not -CH=CH-COOH;

R<sup>6</sup> is selected from:

- (1) -OR<sup>d</sup>, and
- (2) -NR<sup>c</sup>R<sup>d</sup>;

each R<sup>a</sup> is independently selected from:

- (1) -OR<sup>d</sup>,
- (2) -NR<sup>c</sup>S(O)<sub>m</sub>R<sup>d</sup>,
- (3) halogen,
- (4) -S(O)<sub>m</sub>R<sup>d</sup>,
- (5) -S(O)<sub>m</sub>NR<sup>c</sup>R<sup>d</sup>,
- (6) -NR<sup>c</sup>R<sup>d</sup>,
- (7) -C(O)R<sup>d</sup>,
- (8) -CO<sub>2</sub>R<sup>d</sup>,
- (9) -CN,
- (10) -C(O)NR<sup>c</sup>R<sup>d</sup>,
- (11) -NR<sup>c</sup>C(O)R<sup>d</sup>,
- (12) -NR<sup>c</sup>C(O)OR<sup>d</sup>,
- (13) -NR<sup>c</sup>C(O)NR<sup>c</sup>R<sup>d</sup>,
- (14) -CF<sub>3</sub>,
- (15) -OCF<sub>3</sub>, and
- (16) cycloheteroalkyl;

each R<sup>b</sup> is independently selected from:

- (1) R<sup>a</sup>,
- (2) C<sub>1-10</sub>alkyl,
- (3) oxo,
- (4) aryl,
- (5) arylC<sub>1-4</sub>alkyl,
- (6) heteroaryl, and
- (7) heteroarylC<sub>1-4</sub>alkyl;

R<sup>c</sup> and R<sup>d</sup> are independently selected from:

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- (1) hydrogen,
- (2) C<sub>1-10</sub>alkyl,
- (3) C<sub>2-10</sub>alkenyl,
- (4) cycloalkyl,
- (5) cycloalkyl-C<sub>1-10</sub>alkyl;
- (6) cycloheteroalkyl,
- (7) cycloheteroalkyl-C<sub>1-10</sub>alkyl;
- (8) aryl,
- (9) heteroaryl,
- (10) aryl-C<sub>1-10</sub>alkyl, and
- (11) heteroaryl-C<sub>1-10</sub>alkyl, or

R<sup>c</sup> and R<sup>d</sup> together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R<sup>g</sup>,

each R<sup>c</sup> and R<sup>d</sup> may be unsubstituted or substituted with one to three substituents selected from R<sup>h</sup>; each R<sup>g</sup> is independently selected from: C<sub>1-10</sub>alkyl, and -C(O)R<sup>c</sup>;

each R<sup>h</sup> is independently selected from:

- (1) halogen,
- (2) C<sub>1-10</sub>alkyl,
- (3) -OC<sub>1-4</sub>alkyl,
- (4) -S(O)<sub>m</sub>C<sub>1-4</sub>alkyl,
- (5) -CN,
- (6) -CF<sub>3</sub>, and
- (7) -OCF<sub>3</sub>; and

m is selected from 0, 1 and 2.

Claim 54. (new) The method according to Claim 53 wherein the disease mediated by the Cannabinoid-1 receptor is selected from: psychosis, memory deficit, cognitive disorders, migraine, neuropathy, neuro-inflammatory disorders, cerebral vascular accidents, head trauma, anxiety disorders, stress, epilepsy, Parkinson's disease, schizophrenia, substance abuse disorders, constipation, chronic intestinal pseudo-obstruction, cirrhosis of the liver, asthma, obesity, and other eating disorders associated with excessive food intake.

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Claim 55. (new) The method according to Claim 54 wherein the disease mediated by the Cannabinoid-1 receptor is an eating disorder associated with excessive food intake.

Claim 56. (new) The method according to Claim 55 wherein the eating disorder associated with excessive food intake is selected from obesity, bulimia nervosa, and compulsive eating disorders.

Claim 57. (new) The method according to Claim 56 wherein the eating disorder associated with excessive food intake is obesity.

Claim 58. (new) The method of treating a disease mediated by the Cannabinoid-1 receptor according to Claim 53, wherein the compound of structural formula I is selected from:

- (1) *N*-{[3-(4-chlorophenyl)-2-(3-bromophenyl)-2-hydroxy]propyl}-2-(5-trifluoromethyl-2-pyridyloxy)-2-methylpropanamide,
- (2) *N*-{[3-(4-chlorophenyl)-2-(3-bromophenyl)-2-hydroxy-1(S)-methyl]propyl}-2-(5-trifluoromethyl-2-pyridyloxy)-2-methylpropanamide,
- (3) *N*-{[3-(4-chlorophenyl)-2-(3-bromophenyl)-2-hydroxy-1(R)-methyl]propyl}-2-(5-trifluoromethyl-2-pyridyloxy)-2-methylpropanamide,
- (4) *N*-{[3-(4-chlorophenyl)-2-(3-cyanophenyl)-2-hydroxy-1(S)-methyl]propyl}-2-phenylbutanamide,
- (5) *N*-{[3-(4-chlorophenyl)-2-(3-cyanophenyl)-2-hydroxy-1(S)-methyl]propyl}-1-phenylcyclobutanecarboxamide,
- (6) *N*-{[3-(4-chlorophenyl)-2-(3-cyanophenyl)-2-hydroxy-1(S)-methyl]propyl}-2-phenylbutanamide,
- (7) *N*-{[3-(4-chlorophenyl)-2-(3-cyanophenyl)-2-hydroxy-1(S)-methyl]propyl}-2-(5-trifluoromethyl-2-pyridyloxy)-2-methylpropanamide, and
- (8) *N*-{[3-(4-chlorophenyl)-2-(3-cyanophenyl)-2-hydroxy-1(R)-methyl]propyl}-2-(5-trifluoromethyl-2-pyridyloxy)-2-methylpropanamide,

or a pharmaceutically acceptable salt thereof.

Claim 59. (new) The method according to Claim 58 wherein the disease mediated by the Cannabinoid-1 receptor is selected from: psychosis, memory deficit, cognitive disorders, migraine, neuropathy, neuro-inflammatory disorders, cerebral vascular accidents, head trauma, anxiety disorders, stress, epilepsy, Parkinson's disease, schizophrenia, substance abuse disorders,

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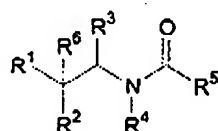
constipation, chronic intestinal pseudo-obstruction, cirrhosis of the liver, asthma, obesity, and other eating disorders associated with excessive food intake.

Claim 60. (new) The method according to Claim 59 wherein the disease mediated by the Cannabinoid-1 receptor is an eating disorder associated with excessive food intake.

Claim 61. (new) The method according to Claim 60 wherein the eating disorder associated with excessive food intake is selected from obesity, bulimia nervosa, and compulsive eating disorders.

Claim 62. (new) The method according to Claim 61 wherein the eating disorder associated with excessive food intake is obesity.

Claim 63. (new) A method of preventing obesity in a person at risk for obesity comprising administration to said person of about 0.001 mg to about 100 mg per kg of a compound of structural formula I:



(I)

or a pharmaceutically acceptable salt thereof, wherein;

R<sup>1</sup> is selected from:

- (1) aryl,
- (2) aryl-C<sub>1-4</sub>alkyl,
- (3) heteroaryl,
- (4) heteroaryl-C<sub>1-4</sub>alkyl,

wherein each alkyl is optionally substituted with one to four substituents independently selected from R<sup>a</sup>, and each aryl and heteroaryl are optionally substituted with one to four substituents independently selected from R<sup>b</sup>;

R<sup>2</sup> is selected from:

- (1) C<sub>1-10</sub>alkyl,
- (2) C<sub>3-10</sub>cycloalkyl-C<sub>1-4</sub>alkyl,
- (3) cycloheteroalkyl,
- (4) cycloheteroalkyl-C<sub>1-4</sub>alkyl,

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- (5) aryl,
- (6) aryl-C<sub>1-4</sub>alkyl,
- (7) heteroaryl, and
- (8) heteroaryl-C<sub>1-4</sub>alkyl,

wherein each alkyl is optionally substituted with one to four substituents independently selected from R<sup>a</sup>, and each cycloalkyl, cycloheteroalkyl, aryl and heteroaryl is optionally substituted with one to four substituents independently selected from R<sup>b</sup>;

R<sup>3</sup> is selected from:

- (1) hydrogen, and
- (2) C<sub>1-4</sub>alkyl,

wherein each alkyl is optionally substituted with one to four substituents independently selected from R<sup>a</sup>;

R<sup>4</sup> is selected from:

- (1) hydrogen, and
- (2) C<sub>1-4</sub>alkyl,

wherein each alkyl is optionally substituted with one to four substituents independently selected from R<sup>a</sup>;

R<sup>5</sup> is selected from:

- (1) C<sub>1-10</sub>alkyl,
- (2) C<sub>2-10</sub>alkenyl,
- (3) C<sub>3-10</sub>cycloalkyl,
- (4) C<sub>3-10</sub>cycloalkyl-C<sub>1-10</sub>alkyl,
- (5) cycloheteroalkyl-C<sub>1-10</sub>alkyl,
- (6) aryl-C<sub>1-10</sub>alkyl,
- (7) diaryl-C<sub>1-10</sub>alkyl,
- (8) aryl-C<sub>2-10</sub>alkenyl,
- (9) heteroaryl-C<sub>1-10</sub>alkyl,

wherein alkyl, alkenyl, cycloalkyl, and cycloheteroalkyl are optionally substituted with one to four substituents independently selected from R<sup>a</sup> and cycloalkyl, cycloheteroalkyl, aryl and heteroaryl are optionally substituted with one to four substituents independently selected from R<sup>b</sup>, provided that R<sup>5</sup> is not -CH=CH-COOH;

R<sup>6</sup> is selected from:

- (1) -OR<sup>d</sup>, and
- (2) -NR<sup>c</sup>OR<sup>d</sup>;

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each  $R^a$  is independently selected from:

- (1)  $-OR^d$ ,
- (2)  $-NR^cS(O)_mR^d$ ,
- (3) halogen,
- (4)  $-S(O)_mR^d$ ,
- (5)  $-S(O)_mNR^cR^d$ ,
- (6)  $-NR^cR^d$ ,
- (7)  $-C(O)R^d$ ,
- (8)  $-CO_2R^d$ ,
- (9)  $-CN$ ,
- (10)  $-C(O)NR^cR^d$ ,
- (11)  $-NR^cC(O)R^d$ ,
- (12)  $-NR^cC(O)OR^d$ ,
- (13)  $-NR^cC(O)NR^cR^d$ ,
- (14)  $-CF_3$ ,
- (15)  $-OCF_3$ , and
- (16) cycloheteroalkyl;

each  $R^b$  is independently selected from:

- (1)  $R^a$ ,
- (2)  $C_{1-10}$ alkyl,
- (3) oxo,
- (4) aryl,
- (5) aryl $C_{1-4}$ alkyl,
- (6) heteroaryl, and
- (7) heteroaryl $C_{1-4}$ alkyl;

$R^c$  and  $R^d$  are independently selected from:

- (1) hydrogen,
- (2)  $C_{1-10}$ alkyl,
- (3)  $C_{2-10}$ alkenyl,
- (4) cycloalkyl,
- (5) cycloalkyl- $C_{1-10}$ alkyl;
- (6) cycloheteroalkyl,
- (7) cycloheteroalkyl- $C_{1-10}$ alkyl;
- (8) aryl,

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- (9) heteroaryl,
- (10) aryl-C<sub>1-10</sub>alkyl, and
- (11) heteroaryl-C<sub>1-10</sub>alkyl, or

R<sup>c</sup> and R<sup>d</sup> together with the atom(s) to which they are attached form a heterocyclic ring of 4 to 7 members containing 0-2 additional heteroatoms independently selected from oxygen, sulfur and N-R<sup>g</sup>,

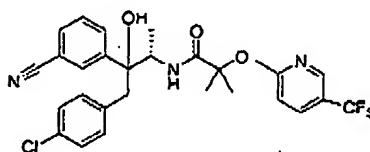
each R<sup>c</sup> and R<sup>d</sup> may be unsubstituted or substituted with one to three substituents selected from R<sup>h</sup>; each R<sup>g</sup> is independently selected from: C<sub>1-10</sub>alkyl, and -C(O)R<sup>c</sup>;

each R<sup>h</sup> is independently selected from:

- (1) halogen,
- (2) C<sub>1-10</sub>alkyl,
- (3) -O C<sub>1-4</sub>alkyl,
- (4) -S(O)<sub>m</sub> C<sub>1-4</sub>alkyl,
- (5) -CN,
- (6) -CF<sub>3</sub>, and
- (7) -OCF<sub>3</sub>; and

m is selected from 0, 1 and 2.

Claim 64. (new) The composition according to Claim 1 comprising the compound:



or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.